

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

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In re: PROMESA  
Title III  
THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of Case No. 17 BK 3283-LTS  
THE COMMONWEALTH OF PUERTO RICO, *et al.* (Jointly Administered)  
Debtors.<sup>1</sup>

-----x  
In re: PROMESA  
Title III  
THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of Case No. 17 BK 3567-LTS  
PUERTO RICO HIGHWAYS & TRANSPORTATION  
AUTHORITY,  
Debtor.

-----x  
**COVER SHEET TO THIRTY-FOURTH MONTHLY FEE APPLICATION OF  
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO  
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO  
RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO HIGHWAYS &  
TRANSPORTATION AUTHORITY, FOR THE PERIOD OF  
FEBRUARY 1, 2020 THROUGH FEBRUARY 29, 2020**

<sup>1</sup> The Debtors in these jointly-administered Title III Cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (iv) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) Last Four Digits of Federal Tax ID: 3808; (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III Case numbers are listed as Bankruptcy Case numbers due to software limitations).

|   |   |
|---|---|
| Name of applicant   | O'Neill & Borges LLC ("O&B")  |
| Authorized to provide professional services to:                             | Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b) |
| Time period covered by this application:                                    | February 1, 2020 through February 29, 2020  |
| Amount of compensation sought as actual, reasonable and necessary:          | \$3,666.60  |
| Amount of expense reimbursement sought as actual, reasonable and necessary: | \$0.00  |
| Total amount for this invoice:  | \$3,666.60  |

This is a: X monthly \_\_\_ interim \_\_\_ final application

This is O&B's thirty-fourth monthly fee application in these cases.

**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for February 2020.

/s/ Jaime A. El Koury

Jaime A. El Koury

General Counsel to the Financial Oversight and  
Management Board for Puerto Rico

On April 7th, 2020 sent to:

**Counsel for the Oversight Board:**

Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Attn: Martin J. Bienenstock, Esq.,  
[mbienenstock@proskauer.com](mailto:mbienenstock@proskauer.com)  
Ehud Barak, Esq., [ebarak@proskauer.com](mailto:ebarak@proskauer.com)

Proskauer Rose LLP  
70 West Madison Street, Chicago, IL 60602  
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**Counsel for AAFAF:**

O'Melveny & Myers LLP  
Times Square Tower, 7 Times Square  
New York, NY 10036  
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Diana M. Pérez, Esq., [dperez@omm.com](mailto:dperez@omm.com)

**Counsel for PR Fiscal Agency and Financial Advisory Authority:**

Marini Pietrantoni Muñiz LLC  
MCS Plaza Suite 500, 255 Ponce de León Ave.  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.,  
[lmarini@mpmlawpr.com](mailto:lmarini@mpmlawpr.com)  
Carolina Velaz-Rivero, Esq., [cvelaz@mpmlawpr.com](mailto:cvelaz@mpmlawpr.com)

**Office of the United States Trustee District of PR:**

Edif. Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
Re: In re: Commonwealth of Puerto Rico  
[monsita.lecaroz@usdoj.gov](mailto:monsita.lecaroz@usdoj.gov)

**Counsel for the Official Committee of Unsecured Creditors:**

Paul Hastings LLP  
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[lucdespins@paulhastings.com](mailto:lucdespins@paulhastings.com)

Casillas, Santiago & Torres, LLC  
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San Juan, PR 00901-2419  
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Alberto J.E. Añeses Negrón, Esq.,  
[añeses@cstlawpr.com](mailto:añeses@cstlawpr.com)

**Counsel for the Official Committee of Retired Employees:**

Bennazar, García & Millian, C.S.P.  
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de León  
Hato Rey, PR 00918  
Attn: A.J. Bennazar-Zequeira, Esq., [ajb@bennazar.org](mailto:ajb@bennazar.org)

Jenner & Block LLP

919 Third Ave  
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Attn: Robert Gordon, Esq., [r gordong@jenner.com](mailto:r gordong@jenner.com)  
Richard Levin, Esq., [rlevin@jenner.com](mailto:rlevin@jenner.com)

Jenner & Block LLP

353 N. Clark Street  
Chicago, IL 60654  
Attn: Catherine Steege, Esq., [cstegee@jenner.com](mailto:cstegee@jenner.com)  
Melissa Root, Esq., [mroot@jenner.com](mailto:mroot@jenner.com)

**PR Department of Treasury:**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting, [Reylam.Guerra@hacienda.pr.gov](mailto:Reylam.Guerra@hacienda.pr.gov)  
Omar E. Rodríguez-Pérez, CPA, Assistant Secretary of Central Accounting,  
[Rodriguez.Omar@hacienda.pr.gov](mailto:Rodriguez.Omar@hacienda.pr.gov)  
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary of Internal Revenue and Tax Policy  
[angel.pantoja@hacienda.pr.gov](mailto:angel.pantoja@hacienda.pr.gov)  
Francisco Parés-Alicea, Secretary of the Treasury,  
[Francisco.pares@hacienda.pr.gov](mailto:Francisco.pares@hacienda.pr.gov)  
Francisco Pena Montanez, CPA, Assistant Secretary of the Treasury, [Francisco.Pena@hacienda.pr.gov](mailto:Francisco.Pena@hacienda.pr.gov)

**Counsel for the Fee Examiner:**

EDGE Legal Strategies, PSC  
252 Ponce de León Av, Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo, Esq., [elugo@edgelegalpr.com](mailto:elugo@edgelegalpr.com)

Godfrey & Kahn, S.C.

Onee East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler, [KStadler@gklaw.com](mailto:KStadler@gklaw.com)

| <u>HTA TITLE III</u>  |                |            |                     |                    |                    |
|---|----------------|------------|---------------------|--------------------|--------------------|
| <u>Summary of Legal Fees for the Period February 1 through February 29, 2020</u>    |                |            |                     |                    |                    |
| Professional  | Position>Title | Department | Hourly Billing Rate | Total Billed Hours | Total Compensation |
| Herman D. Bauer   | Member         | Litigation | \$ 305.00           | 2.00               | \$ 610.00          |
| Jose R. Cacho   | Member         | Corporate  | \$ 340.00           | 1.80               | \$ 612.00          |
| Emiliano Trigo Fritz  | Jr. Member     | Corporate  | \$ 210.00           | 0.20               | \$ 42.00           |
| Gabriel Miranda Rivera  | Associate      | Litigation | \$ 185.00           | 2.30               | \$ 425.50          |
| Daniel J. Perez Refojos   | Associate      | Litigation | \$ 190.00           | 5.20               | \$ 988.00          |
| Astrid E. Velez   | Associate      | Corporate  | \$ 175.00           | 7.50               | \$ 1,312.50        |
| Milagros Marcano Baez   | Paralegal      | Litigation | \$ 140.00           | 0.60               | \$ 84.00           |
| <b>Totals</b>   |                |            |                     | <b>19.60</b>       | <b>\$ 4,074.00</b> |
| <b>Less: 10% Courtesy discount</b>  |                |            |                     |                    | <b>\$ (407.40)</b> |
| <b>SUMMARY OF LEGAL FEES</b>  |                |            |                     |                    | <b>\$ 3,666.60</b> |
| <u>HTA TITLE III</u>  |                |            |                     |                    |                    |
| <u>Summary of Disbursements for the Period February 1 through February 29, 2020</u> |                |            |                     |                    |                    |
| Description - Expenses  |                |            | Amounts             |                    |                    |
|   |                |            |                     |                    |                    |
| <b>Totals</b>   |                |            | \$ -                |                    |                    |
| <b>SUMMARY OF DISBURSEMENTS</b>   |                |            |                     |                    | <b>\$ -</b>        |

| <u>HTA TITLE III</u>   |  |                                   |                                 |
|--|--|-----------------------------------|---------------------------------|
| <u>Summary of Legal Fees for the Period February 1 through February 29, 2020</u> |  |                                   |                                 |
| <b>Task<br/>Code</b>   | <b>Matter Description</b>  | <b>Total<br/>Billed<br/>Hours</b> | <b>Total Fees<br/>Requested</b> |
| 201  | Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants | 1.20                              | 408.00                          |
| 202  | Legal Research   | 8.10                              | 1,516.50                        |
| 206  | Documents Filed on Behalf of the Board   | 7.10                              | \$ 1,339.50                     |
| 208  | Stay Matters   | 0.70                              | \$ 213.50                       |
| 209  | Adversary Proceeding   | 1.70                              | \$ 470.50                       |
| 211  | Non-Working Travel Time  | 0.20                              | \$ 42.00                        |
| 219  | Doccketing   | 0.60                              | \$ 84.00                        |
|  |  |                                   | <u><b>\$ 4,074.00</b></u>       |
|  | <b>Less: 10% Courtesy Discount</b>   |                                   | <b>\$ (407.40)</b>              |
|  | <b>TOTALS</b>  | <b>19.60</b>                      | <b>\$ 3,666.60</b>              |

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$3,299.94, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$3,299.94.

**Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández

Ubaldo M. Fernández  
O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Ste. 800  
San Juan, PR 00918-1813  
Tel: (787) 282-5786  
Fax: (787) 753-8944

**Exhibit A**

O'NEILL & BORGES LLC

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March 23, 2020

FOMB IN RE HTA TITLE III

**RE: GENERAL**

Enclosed please find our bill for professional services rendered and reimbursable expenses.  
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

March 23, 2020  
Bill #: 371194  
Billing Attorney: CGB

## BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending February 29, 2020:

**Client.Matter: P1703 - 0**

**RE: GENERAL**

|                             |                    |
|-----------------------------|--------------------|
| Total Professional Services | \$ 2,681.00        |
| Less Discount               | <u>\$ -268.10</u>  |
| Net Professional Services   | \$ 2,412.90        |
| Total Reimbursable Expenses | <u>\$ .00</u>      |
| <b>TOTAL THIS INVOICE</b>   | <b>\$ 2,412.90</b> |

O'NEILL & BORGES LLC

**Client.Matter: P1703 . 0**

**RE: GENERAL**

**PROFESSIONAL SERVICES**

| <b>Date</b> | <b>Atty</b> | <b>Task</b> | <b>Description</b>  | <b>Hours</b> | <b>Rate</b> | <b>Amount</b> |
|-------------|-------------|-------------|---|--------------|-------------|---------------|
| 2/03/20     | HDB         | 208         | Revise draft Opposition to Motion for Relief from Stay filed by the Monolines regarding HTA clawback funds.   | .70          | 305.00      | 213.50        |
| 2/03/20     | DJP         | 206         | Analyze the Opposition of Financial Oversight and Management Board for Puerto Rico to Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp. Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guarantee Insurance Company for Relief from Automatic Stay or, in the alternative, Adequate Protection [ECF No. 673], in anticipation of its filing.             | .90          | 190.00      | 171.00        |
| 2/03/20     | DJP         | 206         | File the Opposition of Financial Oversight and Management Board for Puerto Rico to Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp. Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guarantee Insurance Company for Relief from Automatic Stay or, in the alternative, Adequate Protection [ECF No. 673], through the court's electronic filing system. | .20          | 190.00      | 38.00         |
| 2/03/20     | AEV         | 202         | Continued legal research on contract consideration (1.40); Reviewed memorandum regarding contract consideration (.70).  | 2.10         | 175.00      | 367.50        |
| 2/06/20     | ETF         | 211         | Respond to A. Figueroa questions regarding certifications of HTA budget.  | .20          | 210.00      | 42.00         |
| 2/12/20     | MMB         | 219         | Docket court notice received by email dated February 12, 2020, regarding order dkt. 687 setting briefing schedule - H. Bauer, U. Fernandez, D. Pérez.   | .10          | 140.00      | 14.00         |

Bill #: 371194

March 23, 2020

|         |     |     |  |      |        |        |
|---------|-----|-----|--|------|--------|--------|
| 2/17/20 | MMB | 219 | Docket court notice received by email dated February 14, 2020, regarding order dkt. 692 adjourning motions for relief from stay and extending deadlines for replies - H. Bauer, U. Fernandez, D. Pérez.  | .10  | 140.00 | 14.00  |
| 2/18/20 | GMR | 206 | File the Motion to Inform Extension of the Government Parties' Deadline to Object to the DRA Parties' Motion and Memorandum of Law in Support of Their (i) Notice that the DRA is a Party in Interest and Can Participate in the Monolines Amended Lift Stay Litigation and Request to Modify the Amended Revenue Bond Scheduling Order or, (ii) in the Alternative, Motion to Permit the DRA Parties to Intervene in the Monolines Lift Stay Motion in the HTA Case.          | .20  | 185.00 | 37.00  |
| 2/18/20 | MMB | 219 | Docket court notice received by email dated February 18, 2020, regarding order dkt. 694 setting deadline to file all final briefing in connection with motions to compel - H. Bauer, U. Fernandez, D. Pérez.   | .10  | 140.00 | 14.00  |
| 2/19/20 | GMR | 206 | File the Stipulation Regarding (I) the DRA Parties' Motion and Memorandum of Law in Support of Their Motion for Relief from the Automatic Stay, or in the Alternative, Ordering Payment of Adequate Protection [ECF No. 7643]; and (II) the DRA Parties' Motion and Memorandum of Law in Support of Their Notice that the DRA is a Party in Interest and Can Participate in the Monolines Amended Lift Stay Litigation [ECF No. 10835], in Case No. 17-3567 at Docket No. 698. | .20  | 185.00 | 37.00  |
| 2/20/20 | JRC | 201 | Compare Ambac filing against Metropistas and HTA (.60). Analyze recent case law on issues of "action Paulian" (.30). Email exchange with Proskauer and OB team member regarding Metropistas litigation (.30).  | 1.20 | 340.00 | 408.00 |
| 2/21/20 | MMB | 219 | Docket court notice received by email dated February 19, 2020, regarding order dkt. 697 setting location of April 2, 2020 hearing on motions for relief from stay - H. Bauer, U. Fernandez, D. Pérez.  | .10  | 140.00 | 14.00  |
| 2/21/20 | MMB | 219 | Docket court notice received by email dated February 20, 2020, regarding order dkt. 700 setting deadline to reply to opposition, oral argument if necessary - H. Bauer, U. Fernandez, D. Pérez.  | .10  | 140.00 | 14.00  |

Bill #: 371194

March 23, 2020

|         |     |     |  |     |        |       |
|---------|-----|-----|--|-----|--------|-------|
| 2/25/20 | GMR | 206 | File the Reply to Ambac Assurance Corporation, Assured Guaranty Corp., Assured Guaranty Municipal Corp, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company's Limited Objection to the Joint Stipulation Regarding (I) the DRA Parties' Motion and Memorandum of Law in Support of their Motion for Relief from the Automatic Stay, or in the Alternative, Ordering Payment of Adequate Protection [ECF No. 7643]; and (II) the DRA Parties' Motion and Memorandum of Law in Support of their Notice that the DRA is a Party in Interest and can Participate in the Monolines Amended Lift Stay Litigation [ECF No. 10835] in Case No. 17-3567 at Docket No. 707.  | .20 | 185.00 | 37.00 |
| 2/25/20 | GMR | 206 | Draft email to the Chambers of the Hon. Laura T. Swain enclosing courtesy copy of the Reply to Ambac Assurance Corporation, Assured Guaranty Corp., Assured Guaranty Municipal Corp, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company's Limited Objection to the Joint Stipulation Regarding (I) the DRA Parties' Motion and Memorandum of Law in Support of their Motion for Relief from the Automatic Stay, or in the Alternative, Ordering Payment of Adequate Protection [ECF No. 7643]; and (II) the DRA Parties' Motion and Memorandum of Law in Support of their Notice that the DRA is a Party in Interest and can Participate in the Monolines Amended Lift Stay Litigation [ECF No. 10835], as filed in Case No. 17-3567 at Docket No. 707. | .20 | 185.00 | 37.00 |
| 2/25/20 | GMR | 206 | Draft email to PrimeClerk requesting service of the Reply to Ambac Assurance Corporation, Assured Guaranty Corp., Assured Guaranty Municipal Corp, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company's Limited Objection to the Joint Stipulation Regarding (I) the DRA Parties' Motion and Memorandum of Law in Support of their Motion for Relief from the Automatic Stay, or in the Alternative, Ordering Payment of Adequate Protection [ECF No. 7643]; and (II) the DRA Parties' Motion and Memorandum of Law in Support of their Notice that the DRA is a Party in Interest and can Participate in the Monolines Amended Lift Stay Litigation [ECF No. 10835], as filed in Case No. 17-3567 at Docket No. 707.                                   | .20 | 185.00 | 37.00 |

Bill #: 371194

March 23, 2020

|         |     |     |   |      |        |        |
|---------|-----|-----|---|------|--------|--------|
| 2/26/20 | GMR | 206 | File the Reply of Financial Oversight and Management Board to Cobra Acquisition LLC's Omnibus Objection to Fee Applications Filed by Professionals and Request to Increase Holdback Amount in the PREPA docket. | .20  | 185.00 | 37.00  |
| 2/27/20 | AEV | 202 | Reviewed memorandum regarding contract consideration and H.B in view of comments from.  | .30  | 175.00 | 52.50  |
| 2/28/20 | JRC | 202 | Review draft of memorandum addressing concept of "Consideration" under Civil law (as opposed to "Consideration") and comments forwarded to A.E Velez and H.D Bauer.   | .60  | 340.00 | 204.00 |
| 2/28/20 | AEV | 202 | Legal research of treatise written Spanish to incorporate analysis regarding contract consideration in Puerto Rico to memorandum.   | 2.30 | 175.00 | 402.50 |
| 2/28/20 | AEV | 202 | Legal research regarding civil law figure "causa" in contracts for memorandum regarding contract consideration in Puerto Rico.  | 1.10 | 175.00 | 192.50 |
| 2/28/20 | AEV | 202 | Legal research on common law figure "consideration" in contracts for memorandum regarding contract consideration in Puerto Rico.  | 1.20 | 175.00 | 210.00 |
| 2/28/20 | AEV | 202 | Edited memorandum regarding the contract consideration in Puerto Rico in view of comments from J.R. Cacho recommendations.  | .30  | 175.00 | 52.50  |
| 2/28/20 | AEV | 202 | Legal research regarding federal cases discussions contract consideration and "causa" for contract consideration in Puerto Rico memorandum.   | .20  | 175.00 | 35.00  |

TOTAL PROFESSIONAL SERVICES \$ 2,681.00

Less Discount \$ -268.10

NET PROFESSIONAL SERVICES: \$ 2,412.90

**SUMMARY OF PROFESSIONAL SERVICES**

| Name                    | Hours | Rate   | Total  |
|-------------------------|-------|--------|--------|
| JOSE R. CACHO           | 1.80  | 340.00 | 612.00 |
| HERMANN BAUER           | .70   | 305.00 | 213.50 |
| EMILIANO TRIGO FRITZ    | .20   | 210.00 | 42.00  |
| DANIEL J. PEREZ REFOJOS | 1.10  | 190.00 | 209.00 |

Bill #: 371194

March 23, 2020

|                        |              |        |                    |
|------------------------|--------------|--------|--------------------|
| GABRIEL MIRANDA RIVERA | 1.20         | 185.00 | 222.00             |
| ASTRID E. VELEZ        | 7.50         | 175.00 | 1,312.50           |
| MILAGROS MARCANO BAEZ  | .50          | 140.00 | 70.00              |
| <b>Total</b>           | <b>13.00</b> |        | <b>\$ 2,681.00</b> |

**TOTAL THIS INVOICE** **\$ 2,412.90**

O'NEILL & BORGES LLC

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March 23, 2020

FOMB IN RE HTA TITLE III

**RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB**

Enclosed please find our bill for professional services rendered and reimbursable expenses.  
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

March 23, 2020  
Bill #: 370875  
Billing Attorney: CGB

## BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending February 29, 2020:

**Client.Matter: P1703 - 801**

**RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB**

|                             |                  |
|-----------------------------|------------------|
| Total Professional Services | \$ 132.00        |
| Less Discount               | <u>\$ -13.20</u> |
| Net Professional Services   | \$ 118.80        |
| Total Reimbursable Expenses | <u>\$ .00</u>    |
| <b>TOTAL THIS INVOICE</b>   | <b>\$ 118.80</b> |

O'NEILL & BORGES LLC

**Client.Matter: P1703 . 801**

**RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB**

### PROFESSIONAL SERVICES

| Date    | Atty | Task | Description  | Hours | Rate   | Amount |
|---------|------|------|--|-------|--------|--------|
| 2/11/20 | HDB  | 209  | Revise draft status report.  | .20   | 305.00 | 61.00  |
| 2/11/20 | DJP  | 206  | Analyze current draft of the Joint status Report to be filed in compliance with court order.   | .30   | 190.00 | 57.00  |
| 2/18/20 | MMB  | 219  | Docket court notice received by email dated February 18, 2020, regarding order dkt. 298 in connection with joint status report - H. Bauer, U. Fernandez, D. Pérez. | .10   | 140.00 | 14.00  |

TOTAL PROFESSIONAL SERVICES \$ 132.00

Less Discount \$ -13.20

NET PROFESSIONAL SERVICES: \$ 118.80

### SUMMARY OF PROFESSIONAL SERVICES

| Name                    | Hours      | Rate   | Total            |
|-------------------------|------------|--------|------------------|
| HERMANN BAUER           | .20        | 305.00 | 61.00            |
| DANIEL J. PEREZ REFOJOS | .30        | 190.00 | 57.00            |
| MILAGROS MARCANO BAEZ   | .10        | 140.00 | 14.00            |
| <b>Total</b>            | <b>.60</b> |        | <b>\$ 132.00</b> |

**TOTAL THIS INVOICE \$ 118.80**

O'NEILL & BORGES LLC

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March 23, 2020

FOMB IN RE HTA TITLE III

**RE: 20-00007-LTS FOMB/HTA V OFF. COMMITTEE-CGB-HDB**

Enclosed please find our bill for professional services rendered and reimbursable expenses.  
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

March 23, 2020

Bill #: 371196

Billing Attorney: CGB

## BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending February 29, 2020:

**Client.Matter: P1703 - 806**

**RE: 20-00007-LTS FOMB/HTA V OFF. COMMITTEE-CGB-HDB**

|                             |                    |
|-----------------------------|--------------------|
| Total Professional Services | \$ 1,261.00        |
| Less Discount               | <u>\$ -126.10</u>  |
| Net Professional Services   | \$ 1,134.90        |
| Total Reimbursable Expenses | <u>\$ .00</u>      |
| <b>TOTAL THIS INVOICE</b>   | <b>\$ 1,134.90</b> |

O'NEILL & BORGES LLC

**Client Matter: P1703 . 806**  
**RE: 20-00007-LTS FOMB/HTA V OFF. COMMITTEE-CGB-HDB**

**PROFESSIONAL SERVICES**

| Date    | Atty | Task | Description  | Hours | Rate   | Amount |
|---------|------|------|--|-------|--------|--------|
| 2/03/20 | DJP  | 206  | Analyze the returned executed summons. Upon Assured Guaranty Corp., in anticipation of its filing.                                   | .20   | 190.00 | 38.00  |
| 2/03/20 | DJP  | 206  | File the returned executed summons upon Assured Guaranty Corp., through the court's electronic filing system.                        | .20   | 190.00 | 38.00  |
| 2/03/20 | DJP  | 206  | Analyze the returned executed summons upon Assured Guaranty Municipal Corp., in anticipation of its filing.                          | .20   | 190.00 | 38.00  |
| 2/03/20 | DJP  | 206  | File the returned executed summons upon Assured Guaranty Municipal Corp., through the court's electronic filing system.              | .20   | 190.00 | 38.00  |
| 2/03/20 | DJP  | 206  | Analyze the returned executed summons upon Financial Guaranty Insurance Company, in anticipation of its filing.                      | .20   | 190.00 | 38.00  |
| 2/03/20 | DJP  | 206  | File the returned executed summons upon Financial Guaranty Insurance Company, through the court's electronic filing system.          | .20   | 190.00 | 38.00  |
| 2/03/20 | DJP  | 206  | Analyze the returned executed summons upon Peaje Investments LLC, in anticipation of its filing.                                     | .20   | 190.00 | 38.00  |
| 2/03/20 | DJP  | 206  | File the returned executed summons upon Peaje Investments LLC, through the court's electronic filing system.                         | .20   | 190.00 | 38.00  |
| 2/03/20 | DJP  | 206  | Analyze the returned executed summons upon National Public Finance Guarantee Corporation, in anticipation of its filing.             | .20   | 190.00 | 38.00  |
| 2/03/20 | DJP  | 206  | File the returned executed summons upon National Public Finance Guarantee Corporation, through the court's electronic filing system. | .20   | 190.00 | 38.00  |

Bill #: 371196

March 23, 2020

|         |     |     |  |     |        |        |
|---------|-----|-----|--|-----|--------|--------|
| 2/03/20 | DJP | 206 | Analyze the returned executed summons upon Bank of New York Mellon, in anticipation of its filing.   | .20 | 190.00 | 38.00  |
| 2/03/20 | DJP | 206 | File the returned executed summons upon Bank of New York Mellon, through the court's electronic filing system.   | .20 | 190.00 | 38.00  |
| 2/03/20 | DJP | 206 | Draft email to local counsel for all parties of adversary proceeding 20-00007 attaching the Amended Interim Case Management Order for Revenue Bonds.   | .40 | 190.00 | 76.00  |
| 2/04/20 | DJP | 206 | Draft certificate of service certifying service of the Amended Interim Case Management Order for Revenue Bonds, in anticipation of its filing.   | .40 | 190.00 | 76.00  |
| 2/04/20 | DJP | 206 | File the certificate of service certifying service of the Amended Interim Case Management Order for Revenue Bonds, through the court's electronic filing system.   | .20 | 190.00 | 38.00  |
| 2/17/20 | GMR | 209 | Analyze the objection of the HTA to the DRA Parties' motion to intervene in 20-00007.  | .40 | 185.00 | 74.00  |
| 2/18/20 | HDB | 209 | Revise draft Opposition to the Motion and Memorandum of Law in Support of the DRA Parties Motion to Intervene in the Revenue Bond Adversary Proceedings with Respect to the Lien Stripping Complaint.  | .60 | 305.00 | 183.00 |
| 2/18/20 | HDB | 209 | Review Opposition of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Insurance Company, and Financial Guaranty Insurance Company to the Committee of Unsecured Creditors Motion for Intervention Under Bankruptcy Rule 7024 and Relief from Certain Briefing Limitations. | .20 | 305.00 | 61.00  |
| 2/18/20 | DJP | 206 | Analyze the Limited Opposition of Financial Oversight and Management Board for Puerto Rico to Official Committee of Unsecured Creditors' Motion for Intervention Under Bankruptcy Rule 7024 and Relief from Certain Briefing Limitations, in anticipation of its filing.   | .20 | 190.00 | 38.00  |
| 2/18/20 | DJP | 206 | File the Limited Opposition of Financial Oversight and Management Board for Puerto Rico to Official Committee of Unsecured Creditors' Motion for Intervention Under Bankruptcy Rule 7024 and Relief from Certain Briefing Limitations, through the court's electronic filing system.   | .20 | 190.00 | 38.00  |

Bill #: 371196

March 23, 2020

|         |     |     |  |     |        |       |
|---------|-----|-----|--|-----|--------|-------|
| 2/18/20 | GMR | 206 | Analyze the Objection of the Puerto Rico Highways and Transportation Authority to the DRA Parties' Motion to Intervene in Puerto Rico Highways and Transportation Authority Adversary Proceeding in anticipation to its filing.                                  | .30 | 185.00 | 55.50 |
| 2/18/20 | GMR | 206 | File the Objection of the Puerto Rico Highways and Transportation Authority to the DRA Parties' Motion to Intervene in Puerto Rico Highways and Transportation Authority Adversary Proceeding in anticipation in AP 20-0007.                                     | .20 | 185.00 | 37.00 |
| 2/18/20 | GMR | 206 | Draft email to PrimeClerk requesting service of the Objection of the Puerto Rico Highways and Transportation Authority to the DRA Parties' Motion to Intervene in Puerto Rico Highways and Transportation Authority Adversary Proceeding as filed in AP 20-0007. | .20 | 185.00 | 37.00 |
| 2/28/20 | HDB | 209 | Review motion to intervene by the Ad Hoc Group of Noteholders of FGIC Insured Notes.   | .30 | 305.00 | 91.50 |

|                             |                   |
|-----------------------------|-------------------|
| TOTAL PROFESSIONAL SERVICES | \$ 1,261.00       |
| Less Discount               | <u>\$ -126.10</u> |
| NET PROFESSIONAL SERVICES:  | \$ 1,134.90       |

**SUMMARY OF PROFESSIONAL SERVICES**

| Name                    | Hours       | Rate   | Total              |
|-------------------------|-------------|--------|--------------------|
| HERMANN BAUER           | 1.10        | 305.00 | 335.50             |
| DANIEL J. PEREZ REFOJOS | 3.80        | 190.00 | 722.00             |
| GABRIEL MIRANDA RIVERA  | 1.10        | 185.00 | 203.50             |
| <b>Total</b>            | <b>6.00</b> |        | <b>\$ 1,261.00</b> |

|                           |                    |
|---------------------------|--------------------|
| <b>TOTAL THIS INVOICE</b> | <b>\$ 1,134.90</b> |
|---------------------------|--------------------|

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

-----X  
In re:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.*

(Jointly Administered)

Debtors.<sup>1</sup>

-----X  
In re:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

Case No. 17 BK 3567-LTS

PUERTO RICO HIGHWAYS & TRANSPORTATION  
AUTHORITY,

Debtor.

-----X

**COVER SHEET TO THIRTY-FIFTH MONTHLY FEE APPLICATION OF  
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO  
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO  
RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO HIGHWAYS &  
TRANSPORTATION AUTHORITY, FOR THE PERIOD OF  
MARCH 1, 2020 THROUGH MARCH 31, 2020**

<sup>1</sup> The Debtors in these jointly-administered Title III Cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (iv) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) Last Four Digits of Federal Tax ID: 3808; (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III Case numbers are listed as Bankruptcy Case numbers due to software limitations).

|   |   |
|---|---|
| Name of applicant   | O'Neill & Borges LLC ("O&B")  |
| Authorized to provide professional services to:                             | Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b) |
| Time period covered by this application:                                    | March 1, 2020 through March 31, 2020  |
| Amount of compensation sought as actual, reasonable and necessary:          | \$2,097.45  |
| Amount of expense reimbursement sought as actual, reasonable and necessary: | \$0.00  |
| Total amount for this invoice:  | \$2,097.45  |

This is a: X monthly \_\_\_ interim \_\_\_ final application

This is O&B's thirty-fifth monthly fee application in these cases.

**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for March 2020.

/s/ Jaime A. El Koury

Jaime A. El Koury  
General Counsel to the Financial Oversight and  
Management Board for Puerto Rico

On July 6th, 2020 sent to:

**Counsel for the Oversight Board:**

Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
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[mbienenstock@proskauer.com](mailto:mbienenstock@proskauer.com)  
Ehud Barak, Esq., [ebarak@proskauer.com](mailto:ebarak@proskauer.com)

Proskauer Rose LLP  
70 West Madison Street, Chicago, IL 60602  
Attn: Paul V. Possinger, Esq.,  
[ppossinger@proskauer.com](mailto:ppossinger@proskauer.com)

**Counsel for AAFAF:**

O'Melveny & Myers LLP  
Times Square Tower, 7 Times Square  
New York, NY 10036  
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Suzanne Uhland, Esq., [suhland@omm.com](mailto:suhland@omm.com)  
Diana M. Pérez, Esq., [dperez@omm.com](mailto:dperez@omm.com)

**Counsel for PR Fiscal Agency and Financial Advisory Authority:**

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MCS Plaza Suite 500, 255 Ponce de León Ave.  
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Attn: Luis C. Marini-Biaggi, Esq.,  
[lmarini@mpmlawpr.com](mailto:lmarini@mpmlawpr.com)  
Carolina Velaz-Rivero, Esq., [cvelaz@mpmlawpr.com](mailto:cvelaz@mpmlawpr.com)

**Office of the United States Trustee District of PR:**

Edif. Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
Re: In re: Commonwealth of Puerto Rico  
[monsita.lecaroz@usdoj.gov](mailto:monsita.lecaroz@usdoj.gov)

**Counsel for the Official Committee of Unsecured Creditors:**

Paul Hastings LLP  
200 Park Avenue  
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Attn: Luc. A. Despins, Esq.,  
[lucdespins@paulhastings.com](mailto:lucdespins@paulhastings.com)

Casillas, Santiago & Torres, LLC  
El Caribe Office Building, 53 Palmeras Street, Suite 1601  
San Juan, PR 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.,  
[jcasillas@cstlawpr.com](mailto:jcasillas@cstlawpr.com)  
Alberto J.E. Añeses Negrón, Esq.,  
[añeses@cstlawpr.com](mailto:añeses@cstlawpr.com)

**Counsel for the Official Committee of Retired Employees:**

Bennazar, García & Millian, C.S.P.  
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de León  
Hato Rey, PR 00918  
Attn: A.J. Bennazar-Zequeira, Esq., [ajb@bennazar.org](mailto:ajb@bennazar.org)

Jenner & Block LLP

919 Third Ave  
New York NY 10022  
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Richard Levin, Esq., [rlevin@jenner.com](mailto:rlevin@jenner.com)

Jenner & Block LLP

353 N. Clark Street  
Chicago, IL 60654  
Attn: Catherine Steege, Esq., [cstegee@jenner.com](mailto:cstegee@jenner.com)  
Melissa Root, Esq., [mroot@jenner.com](mailto:mroot@jenner.com)

**PR Department of Treasury:**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting, [Reylam.Guerra@hacienda.pr.gov](mailto:Reylam.Guerra@hacienda.pr.gov)  
Omar E. Rodríguez-Pérez, CPA, Assistant Secretary of Central Accounting,  
[Rodriguez.Omar@hacienda.pr.gov](mailto:Rodriguez.Omar@hacienda.pr.gov)  
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary of Internal Revenue and Tax Policy  
[angel.pantoja@hacienda.pr.gov](mailto:angel.pantoja@hacienda.pr.gov)  
Francisco Parés-Alicea, Secretary of the Treasury,  
[Francisco.pares@hacienda.pr.gov](mailto:Francisco.pares@hacienda.pr.gov)  
Francisco Pena Montanez, CPA, Assistant Secretary of the Treasury, [Francisco.Pena@hacienda.pr.gov](mailto:Francisco.Pena@hacienda.pr.gov)

**Counsel for the Fee Examiner:**

EDGE Legal Strategies, PSC  
252 Ponce de León Av, Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo, Esq., [elugo@edgelegalpr.com](mailto:elugo@edgelegalpr.com)

Godfrey & Kahn, S.C.

Onee East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler, [KStadler@gklaw.com](mailto:KStadler@gklaw.com)

| <u>HTA TITLE III</u>  |                |            |                     |                    |                    |
|---|----------------|------------|---------------------|--------------------|--------------------|
| <u>Summary of Legal Fees for the Period March 1 through March 31, 2020</u>    |                |            |                     |                    |                    |
| Professional  | Position>Title | Department | Hourly Billing Rate | Total Billed Hours | Total Compensation |
| Hermann D. Bauer  | Member         | Litigation | \$ 305.00           | 2.20               | \$ 671.00          |
| Ubaldo M. Fernández   | Jr. Member     | Litigation | \$ 220.00           | 0.90               | \$ 198.00          |
| Gabriel Miranda Rivera  | Associate      | Litigation | \$ 185.00           | 0.80               | \$ 148.00          |
| Daniel J. Perez Refojos   | Associate      | Litigation | \$ 190.00           | 4.40               | \$ 836.00          |
| Astrid E. Velez   | Associate      | Corporate  | \$ 175.00           | 2.00               | \$ 350.00          |
| Laura Jiménez Davis   | Paralegal      | Litigation | \$ 145.00           | 0.30               | \$ 43.50           |
| Milagros Marcano Baez   | Paralegal      | Litigation | \$ 140.00           | 0.60               | \$ 84.00           |
| <b>Totals</b>   |                |            |                     | <b>11.20</b>       | <b>\$ 2,330.50</b> |
| <b>Less: 10% Courtesy discount</b>  |                |            |                     |                    | <b>\$ (233.05)</b> |
| <b>SUMMARY OF LEGAL FEES</b>  |                |            |                     |                    | <b>\$ 2,097.45</b> |
| <u>HTA TITLE III</u>  |                |            |                     |                    |                    |
| <u>Summary of Disbursements for the Period March 1 through March 31, 2020</u> |                |            |                     |                    |                    |
| Description - Expenses  |                |            | Amounts             |                    |                    |
|   |                |            |                     |                    |                    |
| <b>Totals</b>   |                |            | \$ -                |                    |                    |
| <b>SUMMARY OF DISBURSEMENTS</b>   |                |            |                     |                    | <b>\$ -</b>        |

| <b><u>HTA TITLE III</u></b>   |  |                           |                             |
|---|--|---------------------------|-----------------------------|
| <b><u>Summary of Legal Fees for the Period March 1 through March 31, 2020</u></b> |  |                           |                             |
| <b>Task Code</b>  | <b>Matter Description</b>              | <b>Total Billed Hours</b> | <b>Total Fees Requested</b> |
| 202   | Legal Research                         | 2.00                      | 350.00                      |
| 206   | Documents Filed on Behalf of the Board | 5.50                      | \$ 1,027.50                 |
| 207   | Non-Board Court Filings                | 0.20                      | \$ 61.00                    |
| 208   | Stay Matters                           | 1.00                      | \$ 305.00                   |
| 209   | Adversary Proceeding                   | 0.70                      | \$ 213.50                   |
| 219   | Doccketing                             | 0.60                      | \$ 84.00                    |
| 222   | Claims and Claims Objections           | 0.30                      | \$ 91.50                    |
| 224   | Fee Applications - O&B                 | 0.90                      | \$ 198.00                   |
|   |  |                           | <b><u>\$ 2,330.50</u></b>   |
|   | <b>Less: 10% Courtesy Discount</b>     |                           | <b><u>\$ (233.05)</u></b>   |
|   | <b>TOTALS</b>                          | <b>11.20</b>              | <b>\$ 2,097.45</b>          |

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$1,887.71, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$1,887.71.

**Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández

Ubaldo M. Fernández  
O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Ste. 800  
San Juan, PR 00918-1813  
Tel: (787) 282-5786  
Fax: (787) 753-8944

**Exhibit A**

O'NEILL & BORGES LLC

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April 3, 2020

FOMB IN RE HTA TITLE III

**RE: GENERAL**

Enclosed please find our bill for professional services rendered and reimbursable expenses.  
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

TEL. (787) 764-8181  
FAX (787) 753-8944

FOMB IN RE HTA TITLE III

April 3, 2020

Bill #: 371334

Billing Attorney: CGB

## BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending March 31, 2020:

**Client.Matter: P1703 - 0**

**RE: GENERAL**

|                             |                    |
|-----------------------------|--------------------|
| Total Professional Services | \$ 1,338.00        |
| Less Discount               | <u>\$ -133.80</u>  |
| Net Professional Services   | \$ 1,204.20        |
| Total Reimbursable Expenses | <u>\$ .00</u>      |
| <b>TOTAL THIS INVOICE</b>   | <b>\$ 1,204.20</b> |

O'NEILL & BORGES LLC

**Client.Matter: P1703 . 0**

**RE: GENERAL**

**PROFESSIONAL SERVICES**

| Date    | Atty | Task | Description  | Hours | Rate   | Amount |
|---------|------|------|--|-------|--------|--------|
| 3/02/20 | HDB  | 222  | Review HTA's claims waterfall prepared by J. Herriman.   | .30   | 305.00 | 91.50  |
| 3/04/20 | UMF  | 224  | Draft thirtieth monthly fee application for October 2019 in the Title III case of the HTA.   | .40   | 220.00 | 88.00  |
| 3/04/20 | UMF  | 224  | Draft thirty-first monthly fee application for November 2019 in the Title III case of the HTA.   | .50   | 220.00 | 110.00 |
| 3/04/20 | AEV  | 202  | Develop strategy to prepare draft memorandum regarding the concept of "causa" under Puerto Rico contract law.  | .30   | 175.00 | 52.50  |
| 3/05/20 | AEV  | 202  | Included jurisprudence and Spanish commentator's information to memorandum regarding the "causa" in contracts.   | 1.70  | 175.00 | 297.50 |
| 3/06/20 | MMB  | 219  | Docket court notice received by email dated March 3, 2020, regarding order dkt. 720 setting deadline to reply - H. Bauer, U. Fernandez, D. Pérez.  | .10   | 140.00 | 14.00  |
| 3/06/20 | MMB  | 219  | Docket court notice received by email dated March 3, 2020, regarding order dkt. 721 setting deadline for the DRA and the Government parties to meet and confer, file status report - H. Bauer, U. Fernandez, D. Pérez. | .10   | 140.00 | 14.00  |
| 3/06/20 | MMB  | 219  | Docket court notice received by email dated March 5, 2020, regarding order dkt. 723 setting deadline to file joint status report - H. Bauer, U. Fernandez, D. Pérez.   | .10   | 140.00 | 14.00  |
| 3/12/20 | GMR  | 206  | Analyze the Fifth Interim Fee Application of Alvarez and Marsal for services rendered to HTA in anticipation to its filing.  | .20   | 185.00 | 37.00  |

Bill #: 371334

April 3, 2020

|         |     |     |  |     |        |        |
|---------|-----|-----|--|-----|--------|--------|
| 3/12/20 | GMR | 206 | File the Fifth Interim Fee Application of Alvarez and Marsal for services rendered to HTA in Case No. 17-3567.   | .20 | 185.00 | 37.00  |
| 3/13/20 | HDB | 207 | Review Urgent motion DRA Parties Urgent Motion Requesting Compliance with the DRA Participation Order  | .20 | 305.00 | 61.00  |
| 3/17/20 | HDB | 208 | Review the DRA Parties Opening Response to (I) Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection [Dkt. No. 10102], and (II) Opposition of Financial Oversight and Management Board for Puerto Rico to Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection. | .40 | 305.00 | 122.00 |
| 3/17/20 | HDB | 208 | Coordinate to obtain and circulate translations of Acts 30-2013 and act 31-2013, in connection with DRA response brief; (.10) Draft e-mail to D. Desatnik. (.10)   | .20 | 305.00 | 61.00  |
| 3/18/20 | HDB | 208 | Review query concerning 13 LPRA Sec. 31751; (.10)<br>Review results of research by D. Perez. (.10)   | .20 | 305.00 | 61.00  |
| 3/18/20 | LJD | 206 | As requested by attorney D. Perez, compare fund dispositions.  | .30 | 145.00 | 43.50  |

Bill #: 371334

April 3, 2020

|         |     |     |   |     |        |       |
|---------|-----|-----|---|-----|--------|-------|
| 3/19/20 | HDB | 208 | Revise and sign off to file the Unopposed Urgent Motion of the Financial Oversight and Management Board for Leave to Exceed Page Limits for Response to DRA Parties' Opening Response to (I) Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection [Dkt. No. 10102], and (II) Opposition of Financial Oversight and Management Board for Puerto Rico to Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or in the Alternative, Adequate Protection. | .20 | 305.00 | 61.00 |
| 3/19/20 | MMB | 219 | Docket court notice received by email dated March 10, 2020, regarding order dkt. 729 setting preliminary hearing - H. Bauer, U. Fernandez, D. Pérez.  | .20 | 140.00 | 28.00 |
| 3/20/20 | GMR | 206 | File the Urgent motion for Leave to Exceed Page Limits for the Financial Oversight and Management Board's Response to DRA Parties' Opening Response to (I) Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection [Dkt. No. 10102], and (II) Opposition of Financial Oversight and Management Board for Puerto Rico to Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection [Dkt. No. 10613] in the HTA case. | .20 | 185.00 | 37.00 |
| 3/25/20 | DJP | 206 | Analyze the Joint Stipulation of the Government Parties and the DRA Parties Regarding the DRA' Parties Motion and Memorandum of Law in Support of their Motion for Relief from the Automatic Stay or, in the alternative, Ordering Payment of Adequate Protection   | .30 | 190.00 | 57.00 |

Bill #: 371334

April 3, 2020

|         |     |     |   |     |        |       |
|---------|-----|-----|---|-----|--------|-------|
| 3/25/20 | GMR | 206 | File the Stipulation of the Government Parties and the DRA Parties Regarding the DRA Parties' Motion and Memorandum of Law in Support of their Motion for Relief from the Automatic Stay, or in the Alternative, Ordering Payment of Adequate Protection in the HTA Case. | .20 | 185.00 | 37.00 |
| 3/26/20 | MMB | 219 | Docket court notice received by email dated March 26, 2020, regarding order dkt. 755 setting deadline to file replies in support of HTA Lift Stay Motion, other motions, and preliminary hearing - H. Bauer, U. Fernandez, D. Pérez.                                      | .10 | 140.00 | 14.00 |

TOTAL PROFESSIONAL SERVICES \$ 1,338.00

Less Discount \$ -133.80

NET PROFESSIONAL SERVICES: \$ 1,204.20

#### SUMMARY OF PROFESSIONAL SERVICES

| Name                        | Hours       | Rate   | Total              |
|-----------------------------|-------------|--------|--------------------|
| HERMANN BAUER               | 1.50        | 305.00 | 457.50             |
| UBALDO M. FERNANDEZ BARRERA | .90         | 220.00 | 198.00             |
| DANIEL J. PEREZ REFOJOS     | .30         | 190.00 | 57.00              |
| GABRIEL MIRANDA RIVERA      | .80         | 185.00 | 148.00             |
| ASTRID E. VELEZ             | 2.00        | 175.00 | 350.00             |
| MILAGROS MARCANO BAEZ       | .60         | 140.00 | 84.00              |
| LAURA JIMENEZ DAVIS         | .30         | 145.00 | 43.50              |
| <b>Total</b>                | <b>6.40</b> |        | <b>\$ 1,338.00</b> |

**TOTAL THIS INVOICE \$ 1,204.20**

O'NEILL & BORGES LLC

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April 3, 2020

FOMB IN RE HTA TITLE III

**RE: 20-00007-LTS FOMB/HTA V OFF. COMMITTEE-CGB-HDB**

Enclosed please find our bill for professional services rendered and reimbursable expenses.  
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

April 3, 2020  
Bill #: 371337  
Billing Attorney: CGB

## BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending March 31, 2020:

**Client.Matter: P1703 - 806**

**RE: 20-00007-LTS FOMB/HTA V OFF. COMMITTEE-CGB-HDB**

|                             |                  |
|-----------------------------|------------------|
| Total Professional Services | \$ 992.50        |
| Less Discount               | <u>\$ -99.25</u> |
| Net Professional Services   | \$ 893.25        |
| Total Reimbursable Expenses | <u>\$ .00</u>    |
| <b>TOTAL THIS INVOICE</b>   | <b>\$ 893.25</b> |

O'NEILL & BORGES LLC

**Client.Matter: P1703 . 806**  
**RE: 20-00007-LTS FOMB/HTA V OFF. COMMITTEE-CGB-HDB**

**PROFESSIONAL SERVICES**

| Date    | Atty | Task | Description  | Hours | Rate   | Amount |
|---------|------|------|--|-------|--------|--------|
| 3/10/20 | HDB  | 209  | Review Order granting, in part, and denying, in part, the DRA Parties' Motion and Memorandum of Law in Support of their Motion to Intervene in HTA Revenue Bond Adversary Proceedings with Respect to the Lien Stripping Complaint; (.20) Review final scheduling Order for Revenue litigations. (.10)   | .30   | 305.00 | 91.50  |
| 3/17/20 | HDB  | 209  | Review Official Committee of Unsecured Creditors' Limited Objection to Magistrate Judge's March 2, 2020 Order on Motion for Intervention Under Bankruptcy Rule 7024 and Relief from Certain Briefing Limitations.  | .40   | 305.00 | 122.00 |
| 3/18/20 | DJP  | 206  | Analyze the text of 13 L.P.R.A. § 31751 contained in the Declaration of William J. Natbony in Support of Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the alternative, Adequate Protection, in order to ascertain whether such citations to are proper for purposes of including references thereto in the motion for summary judgment. | .80   | 190.00 | 152.00 |

Bill #: 371337

April 3, 2020

|         |     |     |  |      |        |        |
|---------|-----|-----|--|------|--------|--------|
| 3/18/20 | DJP | 206 | Compare the version of the text of 13 L.P.R.A. § 31751 contained in the Declaration of William J. Natbony in Support of Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the alternative, Adequate Protection, with the English version of 13 L.P.R.A. § 31751 found in Westlaw in order to determine which version is accurate, for purposes of including references thereto in the motion for summary judgment.   | 1.10 | 190.00 | 209.00 |
| 3/18/20 | DJP | 206 | Compare the version of the text of 13 L.P.R.A. § 31751 contained in the Declaration of William J. Natbony in Support of Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the alternative, Adequate Protection, with the Spanish version of 13 L.P.R.A. § 31751 found in the PR OGP website in order to determine whether the English version is accurate, for purposes of including references thereto in the motion for summary judgment.  | 1.00 | 190.00 | 190.00 |
| 3/18/20 | DJP | 206 | Draft email to M. Triggs and J. Roche detailing findings of comparison of version of the text of 13 L.P.R.A. § 31751 contained in the Declaration of William J. Natbony in Support of Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the alternative, Adequate Protection, with the English version found in Westlaw and the original and most up to date Spanish version found in the PR OGB website, for purposes of including references thereto in the motion for summary judgment. | .30  | 190.00 | 57.00  |

Bill #: 371337

April 3, 2020

|         |     |     |   |     |        |       |
|---------|-----|-----|---|-----|--------|-------|
| 3/18/20 | DJP | 206 | Respond to email to M. Triggs inquiring on some of the findings of comparison of version of the text of 13 L.P.R.A. § 31751 contained in the Declaration of William J. Natbony in Support of Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the alternative, Adequate Protection, with the English version found in Westlaw and the original and most up to date Spanish version found in the PR OGB website, for purposes of including references thereto in the motion for summary judgment. | .20 | 190.00 | 38.00 |
| 3/18/20 | DJP | 206 | Analyze pertinent portions of the Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the alternative, Adequate Protection, with the English version found in Westlaw and the original and most up to date Spanish version found in the PR OGB website, for purposes of including references thereto in the motion for summary judgment   | .30 | 190.00 | 57.00 |
| 3/23/20 | DJP | 206 | As requested by M. Triggs, compare Spanish versions of 13 L.P.R.A. § 31751(a)(1)(C) and 13 L.P.R.A. § 31751(a)(3)(C) with the English translations thereof, in order to clarify some inconsistencies between those provisions notwithstanding their analogous text.   | .40 | 190.00 | 76.00 |

TOTAL PROFESSIONAL SERVICES \$ 992.50

Less Discount \$ -99.25

NET PROFESSIONAL SERVICES: \$ 893.25

#### SUMMARY OF PROFESSIONAL SERVICES

| Name                    | Hours       | Rate   | Total            |
|-------------------------|-------------|--------|------------------|
| HERMANN BAUER           | .70         | 305.00 | 213.50           |
| DANIEL J. PEREZ REFOJOS | 4.10        | 190.00 | 779.00           |
| <b>Total</b>            | <b>4.80</b> |        | <b>\$ 992.50</b> |

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Bill #: 371337

April 3, 2020

**TOTAL THIS INVOICE   \$ 893.25**

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

-----X  
In re:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.*

(Jointly Administered)

Debtors.<sup>1</sup>

-----X  
In re:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

Case No. 17 BK 3567-LTS

PUERTO RICO HIGHWAYS & TRANSPORTATION  
AUTHORITY,

Debtor.

-----X

**COVER SHEET TO THIRTY-SIXTH MONTHLY FEE APPLICATION OF  
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO  
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO  
RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO HIGHWAYS &  
TRANSPORTATION AUTHORITY, FOR THE PERIOD OF  
APRIL 1, 2020 THROUGH APRIL 30, 2020**

<sup>1</sup> The Debtors in these jointly-administered Title III Cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (iv) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) Last Four Digits of Federal Tax ID: 3808; (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III Case numbers are listed as Bankruptcy Case numbers due to software limitations).

Name of applicant

O'Neill & Borges LLC ("O&B")

Authorized to provide professional services  
to:

Financial Oversight and Management  
Board, as Representative for the Debtor  
Pursuant to PROMESA Section 315(b)

Time period covered by this application: April 1, 2020 through April 30, 2020

Amount of compensation sought as actual,  
reasonable and necessary: \$7,734.60

Amount of expense reimbursement sought  
as actual, reasonable and necessary: \$0.00

Total amount for this invoice: \$7,734.60

This is a: X monthly \_\_\_ interim \_\_\_ final application

This is O&B's thirty-sixth monthly fee application in these cases.

**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for April 2020.

/s/ Jaime A. El Koury

Jaime A. El Koury  
General Counsel to the Financial Oversight and  
Management Board for Puerto Rico

On July 6th, 2020 sent to:

**Counsel for the Oversight Board:**

Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Attn: Martin J. Bienenstock, Esq.,  
[mbienenstock@proskauer.com](mailto:mbienenstock@proskauer.com)  
Ehud Barak, Esq., [ebarak@proskauer.com](mailto:ebarak@proskauer.com)

Proskauer Rose LLP  
70 West Madison Street, Chicago, IL 60602  
Attn: Paul V. Possinger, Esq.,  
[ppossinger@proskauer.com](mailto:ppossinger@proskauer.com)

**Counsel for AAFAF:**

O'Melveny & Myers LLP  
Times Square Tower, 7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq., [jrapisardi@omm.com](mailto:jrapisardi@omm.com)  
Suzanne Uhland, Esq., [suhland@omm.com](mailto:suhland@omm.com)  
Diana M. Pérez, Esq., [dperez@omm.com](mailto:dperez@omm.com)

**Counsel for PR Fiscal Agency and Financial Advisory Authority:**

Marini Pietrantoni Muñiz LLC  
MCS Plaza Suite 500, 255 Ponce de León Ave.  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.,  
[lmarini@mpmlawpr.com](mailto:lmarini@mpmlawpr.com)  
Carolina Velaz-Rivero, Esq., [cvelaz@mpmlawpr.com](mailto:cvelaz@mpmlawpr.com)

**Office of the United States Trustee District of PR:**

Edif. Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
Re: In re: Commonwealth of Puerto Rico  
[monsita.lecaroz@usdoj.gov](mailto:monsita.lecaroz@usdoj.gov)

**Counsel for the Official Committee of Unsecured Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despins, Esq.,  
[lucdespins@paulhastings.com](mailto:lucdespins@paulhastings.com)

Casillas, Santiago & Torres, LLC  
El Caribe Office Building, 53 Palmeras Street, Suite 1601  
San Juan, PR 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.,  
[jcasillas@cstlawpr.com](mailto:jcasillas@cstlawpr.com)  
Alberto J.E. Añeses Negrón, Esq.,  
[añeses@cstlawpr.com](mailto:añeses@cstlawpr.com)

**Counsel for the Official Committee of Retired Employees:**

Bennazar, García & Millian, C.S.P.  
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de León  
Hato Rey, PR 00918  
Attn: A.J. Bennazar-Zequeira, Esq., [ajb@bennazar.org](mailto:ajb@bennazar.org)

Jenner & Block LLP

919 Third Ave  
New York NY 10022  
Attn: Robert Gordon, Esq., [rgordong@jenner.com](mailto:rgordong@jenner.com)  
Richard Levin, Esq., [rlevin@jenner.com](mailto:rlevin@jenner.com)

Jenner & Block LLP

353 N. Clark Street  
Chicago, IL 60654  
Attn: Catherine Steege, Esq., [cstegee@jenner.com](mailto:cstegee@jenner.com)  
Melissa Root, Esq., [mroot@jenner.com](mailto:mroot@jenner.com)

**PR Department of Treasury:**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting, [Reylam.Guerra@hacienda.pr.gov](mailto:Reylam.Guerra@hacienda.pr.gov)  
Omar E. Rodríguez-Pérez, CPA, Assistant Secretary of Central Accounting,  
[Rodriguez.Omar@hacienda.pr.gov](mailto:Rodriguez.Omar@hacienda.pr.gov)  
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary of Internal Revenue and Tax Policy  
[angel.pantoja@hacienda.pr.gov](mailto:angel.pantoja@hacienda.pr.gov)  
Francisco Parés-Alicea, Secretary of the Treasury,  
[Francisco.pares@hacienda.pr.gov](mailto:Francisco.pares@hacienda.pr.gov)  
Francisco Pena Montanez, CPA, Assistant Secretary of the Treasury, [Francisco.Pena@hacienda.pr.gov](mailto:Francisco.Pena@hacienda.pr.gov)

**Counsel for the Fee Examiner:**

EDGE Legal Strategies, PSC  
252 Ponce de León Av, Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo, Esq., [elugo@edgelegalpr.com](mailto:elugo@edgelegalpr.com)

Godfrey & Kahn, S.C.

Onee East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler, [KStadler@gklaw.com](mailto:KStadler@gklaw.com)

| <u>HTA TITLE III</u>  |                |            |                     |                    |                    |
|---|----------------|------------|---------------------|--------------------|--------------------|
| <u>Summary of Legal Fees for the Period April 1 through April 30, 2020</u>    |                |            |                     |                    |                    |
| Professional  | Position>Title | Department | Hourly Billing Rate | Total Billed Hours | Total Compensation |
| José R. Cacho   | Member         | Corporate  | \$ 340.00           | 10.10              | \$ 3,434.00        |
| Hermann D. Bauer  | Member         | Litigation | \$ 305.00           | 4.10               | \$ 1,250.50        |
| Julio Pietrantoni   | Member         | Corporate  | \$ 355.00           | 0.90               | \$ 319.50          |
| Ubaldo M. Fernández   | Jr. Member     | Litigation | \$ 220.00           | 1.30               | \$ 286.00          |
| José L. Notario Toll  | Jr. Member     | Corporate  | \$ 225.00           | 7.80               | \$ 1,755.00        |
| Josué E. González Aldarondo   | Associate      | Corporate  | \$ 195.00           | 5.50               | \$ 1,072.50        |
| Gabriel Miranda Rivera  | Associate      | Litigation | \$ 185.00           | 1.50               | \$ 277.50          |
| Daniel J. Perez Refojos   | Associate      | Litigation | \$ 190.00           | 0.90               | \$ 171.00          |
| Milagros Marcano Baez   | Paralegal      | Litigation | \$ 140.00           | 0.20               | \$ 28.00           |
| <b>Totals</b>   |                |            |                     | <b>32.30</b>       | <b>\$ 8,594.00</b> |
| <b>Less: 10% Courtesy discount</b>  |                |            |                     |                    | <b>\$ (859.40)</b> |
| <b>SUMMARY OF LEGAL FEES</b>  |                |            |                     |                    | <b>\$ 7,734.60</b> |
| <u>HTA TITLE III</u>  |                |            |                     |                    |                    |
| <u>Summary of Disbursements for the Period April 1 through April 30, 2020</u> |                |            |                     |                    |                    |
| Description - Expenses  |                |            | Amounts             |                    |                    |
|   |                |            |                     |                    |                    |
| <b>Totals</b>   |                |            | \$ -                |                    |                    |
| <b>SUMMARY OF DISBURSEMENTS</b>   |                |            |                     |                    | <b>\$ -</b>        |

| <b><u>HTA TITLE III</u></b>   |  |                           |                             |
|---|--|---------------------------|-----------------------------|
| <b><u>Summary of Legal Fees for the Period April 1 through April 30, 2020</u></b> |  |                           |                             |
| <b>Task Code</b>  | <b>Matter Description</b>  | <b>Total Billed Hours</b> | <b>Total Fees Requested</b> |
| 201   | Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants | 8.60                      | 2,027.00                    |
| 202   | Legal Research   | 3.10                      | 604.50                      |
| 206   | Documents Filed on Behalf of the Board   | 1.50                      | 282.00                      |
| 207   | Non-Board Court Filings  | 0.20                      | 61.00                       |
| 209   | Adversary Proceeding   | 1.70                      | 518.50                      |
| 210   | Analysis and Strategy  | 6.70                      | 2,026.00                    |
| 214   | Legal/ Regulatory Matter   | 8.10                      | 2,594.50                    |
| 219   | Doccketing   | 0.20                      | 28.00                       |
| 224   | Fee Applications - O&B   | 1.30                      | 286.00                      |
| 225   | Fee Applications Proskauer   | 0.90                      | 166.50                      |
|   |  |                           | <b>\$ 8,594.00</b>          |
|   | <b>Less: 10% Courtesy Discount</b>   |                           | <b>\$ (859.40)</b>          |
|   | <b>TOTALS</b>  | <b>32.30</b>              | <b>\$ 7,734.60</b>          |

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$6,961.14, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$6,961.14.

**Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández

Ubaldo M. Fernández  
O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Ste. 800  
San Juan, PR 00918-1813  
Tel: (787) 282-5786  
Fax: (787) 753-8944

**Exhibit A**

O'NEILL & BORGES LLC

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May 5, 2020

FOMB IN RE HTA TITLE III

**RE: GENERAL**

Enclosed please find our bill for professional services rendered and reimbursable expenses.  
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

May 5, 2020

Bill #: 373072

Billing Attorney: CGB

## BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending April 30, 2020:

**Client.Matter: P1703 - 0**

**RE: GENERAL**

|                             |                  |
|-----------------------------|------------------|
| Total Professional Services | \$ 564.50        |
| Less Discount               | <u>\$ -56.45</u> |
| Net Professional Services   | \$ 508.05        |
| Total Reimbursable Expenses | <u>\$ .00</u>    |
| <b>TOTAL THIS INVOICE</b>   | <b>\$ 508.05</b> |

O'NEILL & BORGES LLC

**Client.Matter: P1703 . 0**

**RE: GENERAL**

**PROFESSIONAL SERVICES**

| Date    | Atty | Task | Description  | Hours | Rate   | Amount |
|---------|------|------|--|-------|--------|--------|
| 4/07/20 | UMF  | 224  | Draft thirty-second monthly fee application of O&B for the Title III case of the HTA corresponding to the month of December 2019.  | .60   | 220.00 | 132.00 |
| 4/07/20 | UMF  | 224  | Draft thirty-third monthly fee application of O&B for the Title III case of the HTA corresponding to the month of January 2020.  | .40   | 220.00 | 88.00  |
| 4/07/20 | UMF  | 224  | Draft thirty-fourth monthly fee application of O&B for the Title III case of the HTA corresponding to the month of February 2020.  | .30   | 220.00 | 66.00  |
| 4/08/20 | GMR  | 206  | File the Joint Stipulation to Modify Certain Deadlines in Connection with Lift Stay and Related Motions and Revenue Bond Complaints Set Forth in the Court's March 26, 2020 Order [ECF 12540] in Case No. 17-3566.                     | .20   | 185.00 | 37.00  |
| 4/08/20 | MMB  | 219  | Docket court notice received by email dated April 8, 2020, regarding order dkt. 761 resetting preliminary hearing on lift of stay - H. Bauer, U. Fernandez, D. Pérez.  | .10   | 140.00 | 14.00  |
| 4/15/20 | HDB  | 207  | Revise and sign off to file Proskauer's 8th Interim Fee Application for HTA.   | .20   | 305.00 | 61.00  |
| 4/15/20 | GMR  | 225  | Analyze Proskauer's Eighth Interim Fee Application for services rendered and reimbursement of expenses as representative of the Puerto Rico Highways and Transportation Authority and exhibits thereto, in anticipation to its filing. | .30   | 185.00 | 55.50  |

Bill #: 373072

May 5, 2020

|         |     |     |  |     |        |       |
|---------|-----|-----|--|-----|--------|-------|
| 4/15/20 | GMR | 225 | File Proskauer's Eighth Interim Fee Application for services rendered and reimbursement of expenses as representative of the Puerto Rico Highways and Transportation Authority and exhibits thereto in Case No. 17-3567. | .30 | 185.00 | 55.50 |
| 4/15/20 | GMR | 225 | File Proskauer's Eighth Interim Fee Application for services rendered and reimbursement of expenses as representative of the Puerto Rico Electric Power Authority and exhibits thereto, in Case No. 17-3283.             | .30 | 185.00 | 55.50 |

TOTAL PROFESSIONAL SERVICES \$ 564.50

Less Discount \$ -56.45

NET PROFESSIONAL SERVICES: \$ 508.05

#### SUMMARY OF PROFESSIONAL SERVICES

| Name                        | Hours       | Rate   | Total            |
|-----------------------------|-------------|--------|------------------|
| HERMANN BAUER               | .20         | 305.00 | 61.00            |
| UBALDO M. FERNANDEZ BARRERA | 1.30        | 220.00 | 286.00           |
| GABRIEL MIRANDA RIVERA      | 1.10        | 185.00 | 203.50           |
| MILAGROS MARCANO BAEZ       | .10         | 140.00 | 14.00            |
| <b>Total</b>                | <b>2.70</b> |        | <b>\$ 564.50</b> |

**TOTAL THIS INVOICE \$ 508.05**

O'NEILL & BORGES LLC

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May 5, 2020

FOMB IN RE HTA TITLE III

**RE: FISCAL PLAN**

Enclosed please find our bill for professional services rendered and reimbursable expenses. Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

May 5, 2020

Bill #: 375566

Billing Attorney: CGB

## BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending April 30, 2020:

**Client.Matter: P1703 - 2**

**RE: FISCAL PLAN**

|                             |                    |
|-----------------------------|--------------------|
| Total Professional Services | \$ 7,014.00        |
| Less Discount               | <u>\$ -701.40</u>  |
| Net Professional Services   | \$ 6,312.60        |
| Total Reimbursable Expenses | <u>\$ .00</u>      |
| <b>TOTAL THIS INVOICE</b>   | <b>\$ 6,312.60</b> |

O'NEILL & BORGES LLC

**Client Matter: P1703 . 2**

**RE: FISCAL PLAN**

**PROFESSIONAL SERVICES**

| <b>Date</b> | <b>Atty</b> | <b>Task</b> | <b>Description</b>  | <b>Hours</b> | <b>Rate</b> | <b>Amount</b> |
|-------------|-------------|-------------|---|--------------|-------------|---------------|
| 4/01/20     | JRC         | 201         | Call with H. D. Bauer, J. L. Notario, FOMB and McKinsey regarding restructuring of HTA. (.60)<br>Commence review of HTA presentation. (.20)   | .80          | 340.00      | 272.00        |
| 4/01/20     | HDB         | 210         | Tel. conf with E. Higuera, Unction, McKinsey, and J. Cacho and others in connection with the development of the revisions to HTA Fiscal Plan. (.60) Review Tyler Duvall Declaration in connection Fiscal Plan revisions (.20) Review HTA Restructuring Slide Deck (.60). Review issues regarding Law 122-2017 and potential application to HTA. (.30) | 1.70         | 305.00      | 518.50        |
| 4/01/20     | JLN         | 201         | Tel. conf. with J. R. Cacho, H. D. Bauer and FOMB team to discuss reorganization of HTA. (.60) Initial research and review of statutes impacting HTA reorganization. (1.10) Discuss related issues with J. Gonzalez. (.20)  | 1.90         | 225.00      | 427.50        |
| 4/01/20     | JEG         | 202         | Obtain Act 122-2017, Puerto Rico New Government Act. (.10). Analyze Act 122-2017 applicability to Puerto Rico government-owned corporations reforms. (.40)  | .50          | 195.00      | 97.50         |
| 4/02/20     | JRC         | 210         | Review presentation prepared by FOMB staff and McKinsey to reorganize HTA.  | 1.60         | 340.00      | 544.00        |
| 4/02/20     | JLN         | 201         | Review presentation forwarded by N. Catoni regarding HTA reorganization.  | .80          | 225.00      | 180.00        |
| 4/03/20     | JRC         | 214         | Review FOMB staff presentation regarding HTA restructuring and underlying PR laws (HTA, Maritime Authority and PRITA). (1.50) Coordinate with J. Notario remaining legal research impacting same. (.30)   | 1.80         | 340.00      | 612.00        |

Bill #: 375566

May 5, 2020

|         |     |     |   |      |        |        |
|---------|-----|-----|---|------|--------|--------|
| 4/03/20 | JLN | 201 | Discuss and analyze with J. R. Cacho other materials that will need to be reviewed as part of analysis for HTA reorganization.  | .30  | 225.00 | 67.50  |
| 4/03/20 | JEG | 202 | Legal research for English Version of Act 74 of June 23, 1965, known as the Puerto Rico Highway and Transportation Authority Act. (.40). Legal research to obtain Act 1-2000, known as the Puerto Rico Maritime Transportation Authority. (.10). Legal research to obtain Act 123-2014, known as the Puerto Rico Integrated Transit Authority. (.10)                    | .60  | 195.00 | 117.00 |
| 4/06/20 | JRC | 214 | Analyze of underlying transportation acts and their potential impact upon proposed reorganization of HTA.   | 2.40 | 340.00 | 816.00 |
| 4/06/20 | JP  | 210 | Respond to follow-up question from Proskauer's M. Firestein regarding HTA disclosures in the Official Statements and related bond counsel opinions pertaining to potential pledged revenues in favor of HTA bondholders.  | .30  | 355.00 | 106.50 |
| 4/07/20 | JP  | 210 | Respond to additional Proskauer questions relating to disclosure in HTA offering documents in connection with HTA motion for summary judgment.  | .60  | 355.00 | 213.00 |
| 4/09/20 | JLN | 201 | Review statutes related to transportation services and reorganization. (1.80) Revise J. R. Cacho's initial comments to HTA reorganization plan. (.60)   | 2.40 | 225.00 | 540.00 |
| 4/09/20 | JEG | 214 | Analyze Power Point presentation regarding the Financial Oversight and Management Board's vision for the Puerto Rico Highway and Transportation Authority. (.60). Review Act 8-2017, known as the Puerto Rico Government Human Resources Administration and Transformation Act to analyze its possible impact on the Highway and Transportation Authority Reform. (.50) | 1.10 | 195.00 | 214.50 |
| 4/13/20 | JRC | 214 | Review additional information on PRITA legislation submitted by J. Gonzalez (.60). Call with J. Notario to discuss HTA and PRITA issues (.20). Conference call with FOMB and E&Y to discuss updated issues of proposed reorganization of HTA (.50). Review additional information on Tren Urbano submitted by J. Gonzalez (.40)   | 1.70 | 340.00 | 578.00 |
| 4/13/20 | HDB | 210 | Tel. conf. with N. Cantoni and McKinsey, J. Cacho and J. Notario concerning issues relating to HTA Fiscal Plan.   | .50  | 305.00 | 152.50 |

Bill #: 375566

May 5, 2020

|         |     |     |  |      |        |        |
|---------|-----|-----|--|------|--------|--------|
| 4/13/20 | JLN | 201 | Review back ground documents in preparation for legal team call. (.80) Discuss and analyze various issues with J. Gonzalez regarding HTA employees and implications of AMA fusion. (.30) Discuss and analyze various issues with J. R. Cacho prior to call. (.20)  | 1.30 | 225.00 | 292.50 |
| 4/13/20 | JLN | 201 | Tel. conf. with N. Catoni, J. R. Cacho and others to discuss HTA reorganization. (.50) Review, analyze and discuss issues related to Tren Urbano with J. Gonzalez. (.60)   | 1.10 | 225.00 | 247.50 |
| 4/13/20 | JEG | 210 | Analyze provision of Act 123-2014, known as the Puerto Rico Integrated Transit Authority Act, regarding Maritime Transportation Authority consolidation. (.40). Discuss with J. Notario issues of Highway and Transportation Authority reform. (.30). Draft report for J. Notario and regarding impact of provisions of Act 8-2017 and Act 123-2014. (.60)   | 1.30 | 195.00 | 253.50 |
| 4/13/20 | JEG | 202 | Research on development of Tren Urbano as a project of the Puerto Rico Highway and Transportation Authority in the 1990's. (.70). Review documents from legislative history of Act 123-2014, known as the Puerto Rico Integrated Transportation Authority, regarding development of Tren Urbano. (.30). Review Federal Transportation Administration report to Congress, Report on Funding Levels and Allocations of Funds for Transit Major Capital Investment, regarding development of Tren Urbano. (.40) | 1.40 | 195.00 | 273.00 |
| 4/13/20 | JEG | 202 | Draft report for J. Notario with findings of research regarding Tren Urbano's development as a project of the Highway and Transportation Authority.  | .60  | 195.00 | 117.00 |
| 4/20/20 | JRC | 214 | Search for Tren Urbano information requested by FOMB in prior government disclosure documents.   | .80  | 340.00 | 272.00 |
| 4/21/20 | JRC | 214 | Draft email to N. Catoni of FOMB regarding prior disclosures regarding Tren Urbano in CW Reports.  | .30  | 340.00 | 102.00 |

TOTAL PROFESSIONAL SERVICES \$ 7,014.00

Less Discount \$ -701.40

NET PROFESSIONAL SERVICES: \$ 6,312.60

Bill #: 375566

May 5, 2020

**SUMMARY OF PROFESSIONAL SERVICES**

| Name                         | Hours        | Rate   | Total              |
|------------------------------|--------------|--------|--------------------|
| JOSE R. CACHO                | 9.40         | 340.00 | 3,196.00           |
| JULIO PIETRANTONI            | .90          | 355.00 | 319.50             |
| HERMANN BAUER                | 2.20         | 305.00 | 671.00             |
| JOSE L. NOTARIO TOLL         | 7.80         | 225.00 | 1,755.00           |
| GONZALEZ ALDARONDO, JOSUE E. | 5.50         | 195.00 | 1,072.50           |
| <b>Total</b>                 | <b>25.80</b> |        | <b>\$ 7,014.00</b> |

**TOTAL THIS INVOICE \$ 6,312.60**

O'NEILL & BORGES LLC

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May 5, 2020

FOMB IN RE HTA TITLE III

**RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB**

Enclosed please find our bill for professional services rendered and reimbursable expenses.  
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

May 5, 2020  
Bill #: 373074  
Billing Attorney: CGB

## BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending April 30, 2020:

**Client.Matter: P1703 - 801**

**RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB**

|                             |                  |
|-----------------------------|------------------|
| Total Professional Services | \$ 358.50        |
| Less Discount               | <u>\$ -35.85</u> |
| Net Professional Services   | \$ 322.65        |
| Total Reimbursable Expenses | <u>\$ .00</u>    |
| <b>TOTAL THIS INVOICE</b>   | <b>\$ 322.65</b> |

O'NEILL & BORGES LLC

**Client.Matter: P1703 . 801**

**RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB**

**PROFESSIONAL SERVICES**

| Date    | Atty | Task | Description   | Hours | Rate   | Amount |
|---------|------|------|---|-------|--------|--------|
| 4/10/20 | HDB  | 209  | Review proposed draft Joint Status Report in Adv. 17-00151.   | .30   | 305.00 | 91.50  |
| 4/13/20 | HDB  | 209  | Review Y. Goor's edits to draft Status Report in Adv. 17-00151.   | .20   | 305.00 | 61.00  |
| 4/20/20 | HDB  | 209  | Sign-off to file final Joint Status report in Adv. 17-00151.  | .20   | 305.00 | 61.00  |
| 4/20/20 | DJP  | 206  | Analyze the Joint Status Report to be filed in compliance with court order in Adv. 17-00151.  | .30   | 190.00 | 57.00  |
| 4/20/20 | GMR  | 206  | Finalize joint status report in anticipation to its filing in Adv. 17-00151.  | .20   | 185.00 | 37.00  |
| 4/20/20 | GMR  | 206  | File the joint status report in Adversary Proceeding No. 17-151.  | .20   | 185.00 | 37.00  |
| 4/21/20 | MMB  | 219  | Docket court notice received by email dated April 21, 2020, regarding order dkt. 301 setting deadline to file joint status report - H. Bauer, U. Fernandez, D. Pérez. | .10   | 140.00 | 14.00  |

|                             |                  |
|-----------------------------|------------------|
| TOTAL PROFESSIONAL SERVICES | \$ 358.50        |
| Less Discount               | <u>\$ -35.85</u> |
| NET PROFESSIONAL SERVICES:  | \$ 322.65        |

**SUMMARY OF PROFESSIONAL SERVICES**

| Name                    | Hours | Rate   | Total  |
|-------------------------|-------|--------|--------|
| HERMANN BAUER           | .70   | 305.00 | 213.50 |
| DANIEL J. PEREZ REFOJOS | .30   | 190.00 | 57.00  |

Bill #: 373074

May 5, 2020

|                        |             |        |                  |
|------------------------|-------------|--------|------------------|
| GABRIEL MIRANDA RIVERA | .40         | 185.00 | 74.00            |
| MILAGROS MARCANO BAEZ  | .10         | 140.00 | 14.00            |
| <b>Total</b>           | <b>1.50</b> |        | <b>\$ 358.50</b> |

|                           |                  |
|---------------------------|------------------|
| <b>TOTAL THIS INVOICE</b> | <b>\$ 322.65</b> |
|---------------------------|------------------|

O'NEILL & BORGES LLC

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May 5, 2020

FOMB IN RE HTA TITLE III

**RE: 17-00159-LTS AMBAC ASSURANCE CORP. V. COMM. OF P.R. ET AL-CGB**

Enclosed please find our bill for professional services rendered and reimbursable expenses.  
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

May 5, 2020

Bill #: 373075

Billing Attorney: CGB

## BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending April 30, 2020:

**Client.Matter: P1703 - 803**

**RE: 17-00159-LTS AMBAC ASSURANCE CORP. V. COMM. OF P.R. ET AL-CGB**

|                             |                  |
|-----------------------------|------------------|
| Total Professional Services | \$ 238.00        |
| Less Discount               | <u>\$ -23.80</u> |
| Net Professional Services   | \$ 214.20        |
| Total Reimbursable Expenses | <u>\$ .00</u>    |
| <b>TOTAL THIS INVOICE</b>   | <b>\$ 214.20</b> |

O'NEILL & BORGES LLC

**Client.Matter: P1703 . 803**

**RE: 17-00159-LTS AMBAC ASSURANCE CORP. V. COMM. OF P.R. ET AL-CGB**

**PROFESSIONAL SERVICES**

| Date    | Atty | Task | Description  | Hours | Rate   | Amount |
|---------|------|------|--|-------|--------|--------|
| 4/22/20 | JRC  | 210  | Review questions raised by Proskauer regarding obligation of CW to contribute funds to HTA as argued by Ambac. | .40   | 340.00 | 136.00 |
| 4/30/20 | JRC  | 210  | Review (.10) and respond (.20) to question from Proskauer .regarding appropriations language                   | .30   | 340.00 | 102.00 |

TOTAL PROFESSIONAL SERVICES \$ 238.00

Less Discount \$ -23.80

NET PROFESSIONAL SERVICES: \$ 214.20

**SUMMARY OF PROFESSIONAL SERVICES**

| Name          | Hours      | Rate   | Total            |
|---------------|------------|--------|------------------|
| JOSE R. CACHO | .70        | 340.00 | 238.00           |
| <b>Total</b>  | <b>.70</b> |        | <b>\$ 238.00</b> |

**TOTAL THIS INVOICE \$ 214.20**

O'NEILL & BORGES LLC

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May 5, 2020

FOMB IN RE HTA TITLE III

**RE: 20-00007-LTS FOMB/HTA V OFF. COMMITTEE-CGB-HDB**

Enclosed please find our bill for professional services rendered and reimbursable expenses.  
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

TEL. (787) 764-8181  
FAX (787) 753-8944

FOMB IN RE HTA TITLE III

May 5, 2020

Bill #: 373076

Billing Attorney: CGB

## BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending April 30, 2020:

**Client.Matter: P1703 - 806**

**RE: 20-00007-LTS FOMB/HTA V OFF. COMMITTEE-CGB-HDB**

|                             |                  |
|-----------------------------|------------------|
| Total Professional Services | \$ 419.00        |
| Less Discount               | <u>\$ -41.90</u> |
| Net Professional Services   | \$ 377.10        |
| Total Reimbursable Expenses | <u>\$ .00</u>    |
| <b>TOTAL THIS INVOICE</b>   | <b>\$ 377.10</b> |

O'NEILL & BORGES LLC

**Client.Matter: P1703 . 806**  
**RE: 20-00007-LTS FOMB/HTA V OFF. COMMITTEE-CGB-HDB**

**PROFESSIONAL SERVICES**

| Date    | Atty | Task | Description   | Hours | Rate   | Amount |
|---------|------|------|---|-------|--------|--------|
| 4/06/20 | HDB  | 209  | Revise draft FOMB Response to the Ad-Hoc FGIC-Insured Noteholders' Motion to Intervene in HTA Revenue Bond Adversary Proceeding with Respect to Complaint Objecting to Defendants' Claims And Seeking Related Relief . (.40) Draft e-mail to M. Rochman regarding same. (.10) | .50   | 305.00 | 152.50 |
| 4/07/20 | HDB  | 209  | Final review and sign-off to file Financial Oversight and Management Board for Puerto Rico's Response to Ad Hoc Group of Noteholders of FGIC-Insured Notes' Motion to Intervene in HTA Revenue Bond Adversary Proceeding.   | .20   | 305.00 | 61.00  |
| 4/07/20 | HDB  | 209  | Edit e-mail regarding Instrumentalities claims to legislative appropriations.   | .20   | 305.00 | 61.00  |
| 4/07/20 | DJP  | 206  | Analyze the Financial Oversight and Management Board for Puerto Rico's Response to Ad Hoc Group of Noteholders of FGIC-Insured Notes' Motion to Intervene in HTA Revenue Bond Adversary Proceeding, in anticipation of its filing.  | .40   | 190.00 | 76.00  |
| 4/07/20 | DJP  | 206  | File the Financial Oversight and Management Board for Puerto Rico's Response to Ad Hoc Group of Noteholders of FGIC-Insured Notes' Motion to Intervene in HTA Revenue Bond Adversary Proceeding, through the court's electronic filing system.                                | .20   | 190.00 | 38.00  |
| 4/13/20 | HDB  | 209  | Review order denying intervention of the AD Hoc Group of Noteholders in Adv. 20-0007.   | .10   | 305.00 | 30.50  |

**TOTAL PROFESSIONAL SERVICES** \$ 419.00

**Less Discount** \$ -41.90

Bill #: 373076

May 5, 2020

NET PROFESSIONAL SERVICES: \$ 377.10

**SUMMARY OF PROFESSIONAL SERVICES**

| Name                    | Hours       | Rate   | Total            |
|-------------------------|-------------|--------|------------------|
| HERMANN BAUER           | 1.00        | 305.00 | 305.00           |
| DANIEL J. PEREZ REFOJOS | .60         | 190.00 | 114.00           |
| <b>Total</b>            | <b>1.60</b> |        | <b>\$ 419.00</b> |

**TOTAL THIS INVOICE \$ 377.10**

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

-----X  
In re:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.*

(Jointly Administered)

Debtors.<sup>1</sup>

-----X  
In re:

PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

Case No. 17 BK 3567-LTS

PUERTO RICO HIGHWAYS & TRANSPORTATION  
AUTHORITY,

Debtor.

**COVER SHEET TO THIRTY-SEVENTH MONTHLY FEE APPLICATION OF  
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO  
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO  
RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO HIGHWAYS &  
TRANSPORTATION AUTHORITY, FOR THE PERIOD OF  
MAY 1, 2020 THROUGH MAY 31, 2020**

<sup>1</sup> The Debtors in these jointly-administered Title III Cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (iv) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) Last Four Digits of Federal Tax ID: 3808); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III Case numbers are listed as Bankruptcy Case numbers due to software limitations).

Name of applicant

O'Neill & Borges LLC ("O&B")

Authorized to provide professional services  
to:

Financial Oversight and Management  
Board, as Representative for the Debtor  
Pursuant to PROMESA Section 315(b)

Time period covered by this application: May 1, 2020 through May 31, 2020

Amount of compensation sought as actual,  
reasonable and necessary: \$427.95

Amount of expense reimbursement sought  
as actual, reasonable and necessary: \$0.00

Total amount for this invoice: \$427.95

This is a: X monthly \_\_\_ interim \_\_\_ final application

This is O&B's thirty-seventh monthly fee application in these cases.

**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for May 2020.

/s/ Jaime A. El Koury

Jaime A. El Koury

General Counsel to the Financial Oversight and  
Management Board for Puerto Rico

On September 15th, 2020 sent to:

**Counsel for the Oversight Board:**

Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Attn: Martin J. Bienenstock, Esq.,  
[mbienenstock@proskauer.com](mailto:mbienenstock@proskauer.com)  
Ehud Barak, Esq., [ebarak@proskauer.com](mailto:ebarak@proskauer.com)

Proskauer Rose LLP  
70 West Madison Street, Chicago, IL 60602  
Attn: Paul V. Possinger, Esq.,  
[ppossinger@proskauer.com](mailto:ppossinger@proskauer.com)

**Counsel for AAFAF:**

O'Melveny & Myers LLP  
Times Square Tower, 7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq., [jrapisardi@omm.com](mailto:jrapisardi@omm.com)  
Suzanne Uhland, Esq., [suhland@omm.com](mailto:suhland@omm.com)  
Diana M. Pérez, Esq., [dperez@omm.com](mailto:dperez@omm.com)

**Counsel for PR Fiscal Agency and Financial Advisory Authority:**

Marini Pietrantoni Muñiz LLC  
MCS Plaza Suite 500, 255 Ponce de León Ave.  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.,  
[lmarini@mpmlawpr.com](mailto:lmarini@mpmlawpr.com)  
Carolina Velaz-Rivero, Esq., [cvelaz@mpmlawpr.com](mailto:cvelaz@mpmlawpr.com)

**Office of the United States Trustee District of PR:**

Edif. Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
Re: In re: Commonwealth of Puerto Rico  
[monsita.lecaroz@usdoj.gov](mailto:monsita.lecaroz@usdoj.gov)

**Counsel for the Official Committee of Unsecured Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despins, Esq.,  
[lucdespins@paulhastings.com](mailto:lucdespins@paulhastings.com)

Casillas, Santiago & Torres, LLC  
El Caribe Office Building, 53 Palmeras Street, Suite 1601  
San Juan, PR 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.,  
[jcasillas@cstlawpr.com](mailto:jcasillas@cstlawpr.com)  
Alberto J.E. Añeses Negrón, Esq.,  
[añeses@cstlawpr.com](mailto:añeses@cstlawpr.com)

**Counsel for the Official Committee of Retired Employees:**

Bennazar, García & Millian, C.S.P.  
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de León  
Hato Rey, PR 00918  
Attn: A.J. Bennazar-Zequeira, Esq., [ajb@bennazar.org](mailto:ajb@bennazar.org)

Jenner & Block LLP

919 Third Ave  
New York NY 10022  
Attn: Robert Gordon, Esq., [rgordong@jenner.com](mailto:rgordong@jenner.com)  
Richard Levin, Esq., [rlevin@jenner.com](mailto:rlevin@jenner.com)

Jenner & Block LLP

353 N. Clark Street  
Chicago, IL 60654  
Attn: Catherine Steege, Esq., [cstegee@jenner.com](mailto:cstegee@jenner.com)  
Melissa Root, Esq., [mroot@jenner.com](mailto:mroot@jenner.com)

**PR Department of Treasury:**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting, [Reylam.Guerra@hacienda.pr.gov](mailto:Reylam.Guerra@hacienda.pr.gov)  
Omar E. Rodríguez-Pérez, CPA, Assistant Secretary of Central Accounting,  
[Rodriguez.Omar@hacienda.pr.gov](mailto:Rodriguez.Omar@hacienda.pr.gov)  
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary of Internal Revenue and Tax Policy  
[angel.pantoja@hacienda.pr.gov](mailto:angel.pantoja@hacienda.pr.gov)  
Francisco Parés-Alicea, Secretary of the Treasury,  
[Francisco.pares@hacienda.pr.gov](mailto:Francisco.pares@hacienda.pr.gov)  
Francisco Pena Montanez, CPA, Assistant Secretary of the Treasury, [Francisco.Pena@hacienda.pr.gov](mailto:Francisco.Pena@hacienda.pr.gov)

**Counsel for the Fee Examiner:**

EDGE Legal Strategies, PSC  
252 Ponce de León Av, Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo, Esq., [elugo@edgelegalpr.com](mailto:elugo@edgelegalpr.com)

Godfrey & Kahn, S.C.

Onee East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler, [KStadler@gklaw.com](mailto:KStadler@gklaw.com)

| <u>HTA TITLE III</u>  |                |            |                     |                    |                    |
|---|----------------|------------|---------------------|--------------------|--------------------|
| <u>Summary of Legal Fees for the Period May 1 through May 31, 2020</u>    |                |            |                     |                    |                    |
| Professional  | Position>Title | Department | Hourly Billing Rate | Total Billed Hours | Total Compensation |
| Hermann D. Bauer  | Member         | Litigation | \$ 305.00           | 0.30               | \$ 91.50           |
| Gabriel Miranda Rivera  | Associate      | Litigation | \$ 185.00           | 2.00               | \$ 370.00          |
| Milagros Marcano Baez   | Paralegal      | Litigation | \$ 140.00           | 0.10               | \$ 14.00           |
| <b>Totals</b>   |                |            |                     | <b>2.40</b>        | <b>\$ 475.50</b>   |
| <b>Less: 10% Courtesy discount</b>  |                |            |                     |                    | <b>\$ (47.55)</b>  |
| <b>SUMMARY OF LEGAL FEES</b>  |                |            |                     |                    | <b>\$ 427.95</b>   |
| <u>HTA TITLE III</u>  |                |            |                     |                    |                    |
| <u>Summary of Disbursements for the Period May 1 through May 31, 2020</u> |                |            |                     |                    |                    |
| Description - Expenses  |                |            | Amounts             |                    |                    |
|   |                |            |                     |                    |                    |
| <b>Totals</b>   |                |            |                     | <b>\$</b>          | <b>-</b>           |
| <b>SUMMARY OF DISBURSEMENTS</b>   |                |            |                     |                    | <b>\$ -</b>        |

| <u>HTA TITLE III</u>   |  |                           |                             |
|--|--|---------------------------|-----------------------------|
| <u>Summary of Legal Fees for the Period May 1 through May 31, 2020</u> |  |                           |                             |
| <b>Task Code</b>   | <b>Matter Description</b>              | <b>Total Billed Hours</b> | <b>Total Fees Requested</b> |
| 206  | Documents Filed on Behalf of the Board | 2.00                      | 370.00                      |
| 208  | Stay Matters                           | 0.30                      | 91.50                       |
| 219  | Docketing                              | 0.10                      | 14.00                       |
|  |  |                           | <u>\$ 475.50</u>            |
|  | <b>Less: 10% Courtesy Discount</b>     |                           | \$ (47.55)                  |
|  | <b>TOTALS</b>                          | <b>2.40</b>               | <b>\$ 427.95</b>            |

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$385.16, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$385.16.

**Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández

Ubaldo M. Fernández  
O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Ste. 800  
San Juan, PR 00918-1813  
Tel: (787) 282-5786  
Fax: (787) 753-8944

**Exhibit A**

O'NEILL & BORGES LLC

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June 4, 2020

FOMB IN RE HTA TITLE III

**RE: GENERAL**

Enclosed please find our bill for professional services rendered and reimbursable expenses.  
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

June 4, 2020

Bill #: 374604

Billing Attorney: CGB

## BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending May 31, 2020:

**Client.Matter: P1703 - 0**

**RE: GENERAL**

|                             |                  |
|-----------------------------|------------------|
| Total Professional Services | \$ 475.50        |
| Less Discount               | <u>\$ -47.55</u> |
| Net Professional Services   | \$ 427.95        |
| Total Reimbursable Expenses | <u>\$ .00</u>    |
| <b>TOTAL THIS INVOICE</b>   | <b>\$ 427.95</b> |

O'NEILL & BORGES LLC

**Client.Matter: P1703 . 0**

**RE: GENERAL**

**PROFESSIONAL SERVICES**

| Date    | Atty | Task | Description   | Hours | Rate   | Amount |
|---------|------|------|---|-------|--------|--------|
| 5/05/20 | GMR  | 206  | File the Opposed Urgent Motion of the Government Parties for Leave to File Sur-Replies in Case No. 17-3567.   | .20   | 185.00 | 37.00  |
| 5/07/20 | GMR  | 206  | File the Reply in Support of the Government Parties' Opposed Urgent Motion for Leave to File Sur-Replies and to Adjourn the Preliminary Hearing Regarding the Revenue Bond Lift Stay Motions to June 4, 2020 in Case No. 17-3567.   | .20   | 185.00 | 37.00  |
| 5/07/20 | GMR  | 206  | Exchange e-mails with PrimeClerk requesting service of the Reply in Support of the Government Parties' Opposed Urgent Motion for Leave to File Sur-Replies and to Adjourn the Preliminary Hearing Regarding the Revenue Bond Lift Stay Motions to June 4, 2020 , as filed in Case Nos. 17-3283 and 17-3567. | .20   | 185.00 | 37.00  |
| 5/13/20 | GMR  | 206  | File the Motion to Inform in Compliance with Order Granting Opposed Urgent Motion of the Government Parties for Leave to File Sur-Replies and to Adjourn the Preliminary Hearing regarding the Revenue Bond Lift Stay Motions to June 4, 2020, in Case No. 17-1567.   | .20   | 185.00 | 37.00  |
| 5/15/20 | MMB  | 219  | Docket court notice received by email dated May 14, 2020, regarding order dkt. 805 setting deadlines to file responses, reply, to motions for partial summary judgment - H. Bauer, U. Fernandez, D. Pérez.  | .10   | 140.00 | 14.00  |

Bill #: 374604

June 4, 2020

|         |     |     |   |     |        |        |
|---------|-----|-----|---|-----|--------|--------|
| 5/18/20 | GMR | 206 | Analyze the Sur Reply to Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection in anticipation to its filing.  | .60 | 185.00 | 111.00 |
| 5/18/20 | GMR | 206 | File the Sur Reply to Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection in Case No. 17-3567.   | .20 | 185.00 | 37.00  |
| 5/18/20 | GMR | 206 | Draft email to the Chambers of the Hon. Laura T. Swain enclosing courtesy copy of the Sur Reply to Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection, as required under the Case Management Order. | .20 | 185.00 | 37.00  |
| 5/18/20 | GMR | 206 | Exchange emails with PrimeClerk in connection with service of the Sur Reply to Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection, as filed in Case Nos. 17-3283 and 17-3567.                       | .20 | 185.00 | 37.00  |
| 5/20/20 | HDB | 208 | Review stay relief notice by Jose Cristobal De Hoyos Escanio; Doris Elizabeth Reyes Gonzalez in connection with an eminent domain claim identified as Civil Case # DAC2014-2216.  | .30 | 305.00 | 91.50  |

TOTAL PROFESSIONAL SERVICES \$ 475.50

Less Discount \$ -47.55

NET PROFESSIONAL SERVICES: \$ 427.95

Bill #: 374604

June 4, 2020

**SUMMARY OF PROFESSIONAL SERVICES**

| Name                   | Hours       | Rate   | Total            |
|------------------------|-------------|--------|------------------|
| HERMANN BAUER          | .30         | 305.00 | 91.50            |
| GABRIEL MIRANDA RIVERA | 2.00        | 185.00 | 370.00           |
| MILAGROS MARCANO BAEZ  | .10         | 140.00 | 14.00            |
| <b>Total</b>           | <b>2.40</b> |        | <b>\$ 475.50</b> |

**TOTAL THIS INVOICE \$ 427.95**